

EXHIBIT A

INTERLOCAL AGREEMENT

THIS AGREEMENT is made and entered into by and between the City of Lincoln Lancaster County Railroad Transportation Safety District, hereinafter referred to as "District", and the City of Lincoln, Nebraska, a political subdivision of the State of Nebraska, hereinafter referred to as "City".

WHEREAS, the District operates to further the policy of the State of Nebraska to reduce the number of fatalities and injuries cause by collisions between motor vehicles and railroad trains; to eliminate as far as possible unnecessary conflicts between railroad transportation and highway transportation; to improve the movement of both rail and highway traffic by eliminating grade crossings; and to assist in relocation of railroad facilities that bisect the central portions of municipalities, thus hampering the growth of both the municipality and the railroad services; in order to benefit and enhance the community as a whole pursuant to Neb. Rev. Stat. § 74-1301, et. seq.; and

WHEREAS, the City has contracted for professional services for the comprehensive Antelope Valley Project; and

WHEREAS, the District has the right and authority to enter into contracts or other arrangements with municipal corporations making full use of the Interlocal Cooperation Act for, among other things, assistance in the design, construction, maintenance, sale, or lease of the works of the District; and making surveys and investigations or reports in relation to the objectives of the District; and

6. Termination. This Agreement may be terminated at any time and for any reason by either party upon written notice of not less than 60 days to the other party. Upon termination, the District shall pay for appropriate expenditures incurred up through the date of termination.

7. Land and Easement Acquisition. The City will acquire or cause to be acquired through the Joint Antelope Valley Authority all necessary easements and rights-of-way for construction of the Antelope Valley Project and will use its personnel for the purpose of acquiring such easements and/or rights-of-way, and if necessary will institute condemnation proceedings using its power of eminent domain to acquire such required easements and rights-of-way.

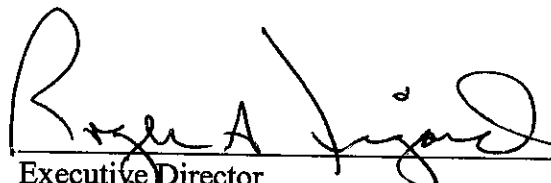
8. Ownership. Upon completion of the Antelope Valley Project, the City will assume ownership and maintenance of all the improvements constructed.

Executed by the DISTRICT this 7th day of September, 2004.

CITY OF LINCOLN LANCASTER COUNTY  
RAILROAD TRANSPORTATION SAFETY DISTRICT

Attest:

  
Chairperson

  
Executive Director

Executed by the CITY this \_\_\_\_\_ day of \_\_\_\_\_, 2004.

Attest:

\_\_\_\_\_  
City Clerk  
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\_\_\_\_\_  
Coleen J. Seng, Mayor